Date:25.06.2025

To
Listing Department,
BSE Limited
Department of Corporate Services,
P.J Towers, Dalal Street,
Mumbai- 400 001

Security Id: SGLRES
Scrip Code: 526544
ISIN: INE967B01028

Dear Sir/Madam,

Sub: Outcome of meeting of the Board of Directors of SGL Resources Limited (the "Company")
Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI LODR Regulations").

With reference to the captioned subject and pursuant to Regulation 30 of the SEBI LODR Regulations, we write to inform you that the Board of Directors of the Company has, at its meeting held today i.e. on Wednesday, June 25, 2025 at 11:00 a.m. at the Registered office of the Company situated at 506, Fifth Floor, Venus Atlantis, Near Reliance Pump, Prahalad Nagar Road, Anand Nagar Road, Satelite, S A C, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 inter-alia considered and approved the following matters:

1. **Resignation of Non-executive Independent Director Ms Niyati Vora(DIN: 10997730)**

   The Board noted the resignation of Ms. Niyati Vora (DIN: 10997730) from the post of Additional Non-executive independent Director with effect from 24th June, 2024, due to her pre-occupation and personal commitments.

   The Company has received a confirmation from the resigning director that there are no other material reasons other than those mentioned in the resignation letter. The same has been disclosed to the stock exchange as required under Regulation 30(6) read with Clause 7B of Part A of Schedule III of SEBI (LODR) Regulations, 2015.

   The Board placed on record its appreciation for the valuable guidance and contributions made by Ms. Niyati Vora (DIN: 10997730). during her tenure as an Additional Non-executive independent Director.

2. **Resignation of Non-executive independent Director Mr. Ritesh Shivkumar Mishra (DIN: 10674791),**

The Board noted the resignation of Mr. Ritesh Shivkumar Mishra (DIN: 10674791), from the post of Additional Non-executive independent Director with effect from 24th June, 2024, pre-occupation and other personal commitments.

The Company has received a confirmation from the resigning director that there are no other material reasons other than those mentioned in the resignation letter. The same has been disclosed to the stock exchange as required under Regulation 30(6) read with Clause 7B of Part A of Schedule III of SEBI (LODR) Regulations, 2015.

The Board placed on record its appreciation for the valuable guidance and contributions made by Mr. Ritesh Shivkumar Mishra (DIN: 10674791), during his tenure as an Additional Non-executive independent Director.

3. **Appointment of Non-Executive Non-Independent Director on the Board of the Company:**

Appointment of Mr. Sachin Kumar (DIN:10890148) as an Additional Director in the category of Non-Executive Non-Independent Director of the Company w.e.f. 25th June, 2025 liable to retire by rotation, subject to the approval of the shareholders of the Company.

In compliance with SEBI Letter dated June 14, 2018 and BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, we wish to confirm that Mr. Sachin Kumar has not been debarred from holding the office of Director by virtue of any SEBI Order or any other Authority.

The details relating to appointment of above Director as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexure- A**

4. **Appointment of Independent Directors on the Board of the Company:**

Appointment of, Mr. Murli Chandak (DIN: 10248881) and Mr. Mohan Chandiramani (DIN: 01462553) as Additional Directors in the category of Non-Executive Independent Director of the Company w.e.f. 25th June, 2025. The term of their appointment as an Independent Director will be for a period of 5 (Five) years and the appointment is subject to the approval of shareholders of the Company.

Mr. Murli Chandak and Mr. Mohan Chandiramani are not related to any Director of the Company. They satisfy the criteria of independence prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. In accordance with the circular dated June 20, 2018, issued by the Stock Exchanges, we confirm that Mr. Murli Chandak and Mr. Mohan Chandiramani are not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

The details relating to appointment of above Director as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexure- A**.

5. **Reconstitution of various committees of board** due to appointment of new non-executive non independent and also non-executive independent directors of the company in compliance with the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

   The details relating to committee formation is attached in **Annexure-B**

6. **Resignation of Statutory Auditor**
   The Board noted the resignation M/s Manoj Acharya & Associates, Chartered Accountants (FRN No. 114984W), from the position of Statutory Auditor of the Company with effect from 23rd June, 2025, due to Pre-occupation in other assignments.

   The Board placed on record its sincere appreciation for the services rendered by the outgoing auditors during their tenure.

7. **Appointment of Statutory Auditor of the Company**

   Appointment of M/s. R V Somani & Associates, Chartered Accountants (FRN : 141806W) as a Statutory Auditor of the Company to fill the casual vacancy arising due to resignation of previous Statutory Auditor, M/s Manoj Acharya & Associates Chartered Accountants, for the Financial Year 2024-25 subject to the approval of the shareholders of the Company.

   Considering the necessity of having a statutory auditor in place in compliance with the Companies Act, 2013, and for audit continuity, the Board has decided to recommend the appointment of M/s. R V Somani & Associates, Chartered Accountants (FRN: 141806W)) as Statutory Auditor of the Company to fill the said casual vacancy, for the approval of members at the forthcoming Extraordinary General Meeting (EGM).

   Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as **Annexure-C.**

8. **Change in Designation of Mr. Kantilal Ladani (DIN: 00016171) as Whole-time Director cum Chief Financial Officer (CFO)**

   The Board approved the change in designation of Mr. Kantilal Ladani (DIN: 00016171) currently serving as Whole-time Director, as Whole-time Director cum Chief Financial Officer (CFO) of the Company, with effect from 25th June, 2025..

   This change is made to consolidate the executive responsibilities and to ensure alignment of financial leadership with the overall strategic direction of the Company.

Registered and Corporate Office :- 506, Fifth Floor, Venus Atlantis, Near Shell Petrol Pump, Prahalad Nagar Road, Ahmedabad, Gujarat, India, 380015
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[E]hello@sgligis.com
www.sgligis.com

The appointment as CFO is made in compliance with the provisions of Section 203 of the Companies Act, 2013 and applicable rules thereunder.

Mr. Kantilal Ladani (DIN: 00016171) is a Commerce Graduate and has a rich experience in the field of Finance and Accounts. He is associated with the company since 2002. He has re-designated as Whole-Time Director cum CFO of the Company as approved by the Board.

9. **Rescheduling of Extraordinary General Meeting (EGM)**

Due to the change in agenda including the appointment of a new statutory auditor and Non-executive Non Independent and Non-Executive Independent Directors, the Board approved the rescheduling of the Extraordinary General Meeting originally scheduled to be held on 15th July, 2025 1. at 11:00 a.m., through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), in compliance with applicable provisions of the Companies Act, 2013 and MCA circulars and the Notice of EGM along with the explanatory statement pursuant to Section 102 of the Companies Act, 2013, for seeking shareholder approval for the appointment of the Director and other proposed agenda items.

The EGM will now be held on Friday 18th July, 2025 at 11:00 a.m., through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), A revised EGM Notice will be issued to shareholders accordingly.

10. Appointment of M/s Harish P. Jain & Associates, (Membership No. FCS 4203, COP No. 4100) Practicing Company Secretaries to act as the Scrutinizer of the Company for the purpose of ensuing Extra Ordinary General Meeting of the Company.

11. Authorization to Mr. Kantilal Ladani (DIN: 00016171) Whole-Time Director & CFO to issue the EGM notice and undertake necessary filings and actions.

The meeting commenced at 11:00 a.m. and concluded at 12:30 p.m.

You are requested to kindly take the above information on record.

Thanking You,
For, SGL RESOURCES LIMITED

KANTILAL VRAJLAL LADANI
Digitally signed by KANTILAL VRAJLAL LADANI
Date: 2025.06.25 12:51:30 +05'30'

SGL RESOURCES LIMITED AHMEDABAD

Kantilal Ladani
Whole Time Director & CFO
(DIN: 00016171)

Annexure A

❖ **Brief Profiles of Directors**

Sr. No.	Particulars	Details	Details	Details
1	Name	Mr. Sachin Kumar	Mr. Murli Chandak	Mr. Mohan Chandiramani
2	Directors Identification Number (DIN)	10890148	10248881	01462553
3	Reason for Change viz. appointment, ~~resignation,,~~ ~~reappointment, ,~~ ~~removal, death or~~ ~~other wise~~	Appointed as an Additional Director (Non-Executive Director) liable to retire by rotation subject to approval of shareholders of the company.	Appointed as an Additional Director (Non-Executive Independent Director) for a consecutive term of 5 (Five) years subject to approval of shareholders of the company.	Appointed as an Additional Director (Non-Executive Independent Director) for a consecutive term of 5 (Five) years subject to approval of shareholders of the company.
4	Date of appointment	25th June, 2025	25th June, 2025	25th June, 2025
5	Brief profile (in case of appointment)	He is a highly dedicated and results-driven Field Executive with over 5 years of hands-on experience in executing field operations, client coordination, data collection, and on-site support across diverse sectors.	He is a seasoned professional with 7+ years of professional experience, specializing in ASM audits, statutory audits,and concurrent audits of public and private sector banks. Certified in Valuation and DISA (ICAI), with a strong understanding of regulatory compliance, internal control assessments, and risk management	He is a Chartered Accountant with expertise in audit, taxation, and financial reporting. Proven track record in statutory and concurrent audits, compliance, and financial advisory across banking and corporate sectors. Dedicated to delivering accurate and value-driven financial solutions.

			frameworks. Skilled in conducting detailed audit reviews under RBI guidelines and delivering accurate, insightful reports to enhance operational efficiency and governance.	
6	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Sachin Kumar is not related to any Director(s) of the Company as defined under the provisions of Section 2(77) of Companies Act, 2013.	Mr. Murli Chandak is not related to any Director(s) of the Company as defined under the provisions of Section 2(77) of Companies Act, 2013.	Mr. Mohan Chandiramani is not related to any Director(s) of the Company as defined under the provisions of Section 2(77) of Companies Act, 2013.

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Annexure B

1. **Composition of the Audit Committee:**

Name	DIN	Designation	Category
Mr. Murli Chandak	10248881	Chairman	Independent Director
Mr. Mohan Chandiramani	01462553	Member	Independent Director
Mr. Sachin Kumar	10890148	Member	Non-Executive Director

2. **Composition of the Nomination and Remuneration Committee:**

Name	DIN	Designation	Category
Mr. Mohan Chandiramani	01462553	Chairman	Independent Director
Ms. Sona Bachani	10119435	Member	Independent Director
Mr. Bony Kiritkumar Patel	10644253	Member	Non-Executive Director

3. **Composition of the Stakeholders Relationship Committee:**

Name	DIN	Designation	Category
Ms. Sona Bachani	10119435	Chairman	Independent Director
Mr. Murli Chandak	10248881	Member	Independent Director
Mr. Kantilal Ladani	00016171	Member	Executive Director

Annexure: C

❖ **Brief Profile of Statutory Auditor**

Sr. No.	Particulars	Information of such event(s)
1.	Reason for change viz. appointment	Appointment of M/s. R V Somani & Associates, Chartered Accountants (FRN : 141806W) as a Statutory Auditor of the company to fill the casual vacancy caused due to resignation of M/s Manoj Acharya & Associates, Chartered Accountants (FRN No. 114984W), Considering the necessity of having a statutory auditor in place in compliance with the Companies Act, 2013, and for audit continuity, the Board has decided to recommend the appointment of M/s. R V Somani & Associates, Chartered Accountants(FRN : 141806W)) as Statutory Auditor of the Company to fill the said casual vacancy, for the approval of members at the forthcoming Extraordinary General Meeting (EGM).
2.	Date of appointment	Date of 25^{th} June, 2025.
3.	Terms of appointment	of M/s. R V Somani & Associates, Chartered Accountants (FRN : 141806W), will hold office till the conclusion of next Annual General Meeting of the Company subject to approval of shareholders of the Company.
4.	Brief Profile	of M/s. R V Somani & Associates, Chartered Accountants (FRN : 141806W) They have rich experience and credibility and providing services in the field of: • Auditing • Income Tax & Planning • Goods & Services Tax (GST) • Financial Arrangement and Bank Loan syndication • Company / LLP Incorporation, Company Law & SEBI Matters • Co-operative Societies & Trust Audit & Tax Planning • Corporate Planning, legal advise and Financial controls